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FILED
U.S. DISTRICT COURT

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DISTRICT OF UTAH

BY: _____
DEPUTY CLERK

IN THE UNITED STATES DISTRICT COURT
DISTRICT OF UTAH, CENTRAL DIVISION

SECURITIES AND EXCHANGE COMMISSION,

PLAINTIFF,

v.

NATIONAL NOTE OF UTAH, LC, a Utah Limited
Liability Company and WAYNE LaMAR PALMER,
an individual,

DEFENDANTS.

~~PROPOSED~~ PRELIMINARY
INJUNCTION ORDER AS TO
DEFENDANT NATIONAL NOTE
OF UTAH, LC

Civil No.: 2:12-cv-00591

Judge: Bruce S. Jenkins

On June 25, 2012, Plaintiff, Securities and Exchange Commission (the "Commission"), filed a Complaint (Docket # 1) together with an Ex Parte Motion for Temporary Restraining Order (the "TRO Motion") (Docket # 2), an Ex Parte Motion for Order Freezing Assets and Prohibiting the Destruction of Documents (the "Asset Freeze Motion") (Docket # 3), and an Ex Parte Motion to Appoint Receiver and Stay Litigation (the "Receiver Motion") (Docket # 4) (collectively the "Ex Parte Motions") against Wayne LaMar Palmer ("Palmer") and National

Note of Utah, LC (“National Note”). The Court granted the Commission’s TRO Motion, Asset Freeze Motion and Receiver Motion on June 25, 2012 (Docket #s 7, 8 and 9, respectively) (collectively, the “Emergency Relief Orders”). National Note, without admitting or denying the allegations contained in the Complaint or the Ex Parte Motions, stipulates to the entry of this Order of Preliminary Injunction (the “PI Order”). The Court is fully advised in these premises and orders as follows:

I.

IT IS HEREBY ORDERED that, pending final adjudication of this matter, National Notes and its officers, agents, servants, employees, attorneys, and accountants, and those persons in active concert or participation with any of them who receive actual notice of the order by personal service or otherwise, are hereby preliminarily restrained and enjoined from engaging in transactions, acts, practices, and courses of business described herein, or from engaging in conduct of similar purport and object in violation of Sections 5(a), 5(c) and 17(a) of the Securities Act of 1933 (the “Securities Act”), and Section 10(b) of the Securities Exchange Act of 1934 (the “Exchange Act”) and Rule 10b-5 thereunder.

II.

IT IS FURTHER ORDERED that pending final adjudication of this matter, except as otherwise specified herein, all receivership assets and recoverable assets and assets related to the conduct alleged in the Complaint belonging to National Note shall remain frozen until further order of this Court.

III.

IT IS FURTHER ORDERED that pending final adjudication of this matter, National Note and its officers, agents, servants, employees, entities under his control, attorneys,

